

N09000006 3436

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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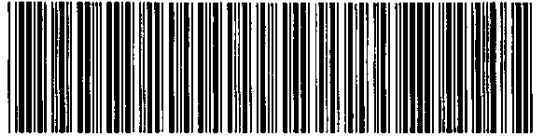
(Business Entity Name)

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5/13/09
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: PANAMA YOUTH SERVICES, INC.

DOCUMENT NUMBER: NO9000003436

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

JOHN MICHAEL CORBIT

(Name of Contact Person)

PANAMA YOUTH SERVICES, INC.

(Firm/ Company)

3610 Clyde Drive

(Address)

Jacksonville, Florida 32208

(City/ State and Zip Code)

For further information concerning this matter, please call:

_____ at (_____) _____
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

PANAMA YOUTH SERVICES, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

N09000003436

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address **MUST BE A STREET ADDRESS**)

C. Enter new mailing address, if applicable:

(Mailing address **MAY BE A POST OFFICE BOX**)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

JOHN M. Corbett

New Registered Office Address:

3610 CLYDE DR.

(Florida street address)

Jacksonville

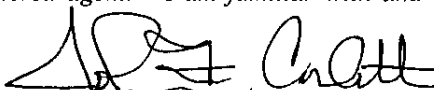
(City)

Florida 32208

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.



Signature of New Registered Agent, if changing

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TALLAHASSEE FLORIDA

(Attach additional sheets, if necessary)

(attach additional sheets, if necessary). (Be specific)

[illegible]

The date of each amendment(s) adoption: April 17, 2009

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 5-1-09

/Signature Dexter Levin
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

DEXTER LEVIN
(Typed or printed name of person signing)

CHAIRMAN OF THE BOARD
(Title of person signing)

REVISED COPY

ARTICLES OF INCORPORATION

The undersigned, acting as incorporation(s) of a corporation pursuant to Chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation of such corporation:

ARTICLE I

The name of the corporation shall be:

PANAMA YOUTH SERVICES, INC.

ARTICLE II

PRINCIPLE OFFICE

The principle place of business and mailing address of this corporation shall be:

**402 63rd Street, East
Jacksonville, Florida 32208,
and the corporation mailing
address shall be:**

**P. O. Box 12831
Jacksonville, Florida 32209**

ARTICLE III

SECTION 2.1 PURPOSE, LIMITATION AND DISSOLUTION

The purpose for which the corporation is organized is to provide an environment with the highest quality of services to youth in group residential care, temporary living conditions, and early delinquent intervention. This includes, but is not limited to emergency shelter that will provide a safe environment, proper health services, food, clothing, mental health and substance abuse assessment and counseling. The corporation will also provide life management and social skills activities, tutoring and educational enhancement. We will facilitate the unification process in restoring the youths back into their family unit, and provide life skills and family dynamics in building solid family structure as well as how to identify their strengths, weaknesses, and teach parenting skills which promotes good values, family unity, conflict management, communication skills, goal setting, prioritization,

and create a plan to accomplish them. We will provide training in early delinquency intervention, independent living with special emphasis in culinary arts, and provide transportation for school and extra curriculum activities, recreational activities, and accommodate youth with disabilities. The Panama Youth Services will form partnerships, and referrals with other community agencies that will best serve the needs of our YOUTH POPULATION.

Section 2.2 Limitations on Actions no part of the net earnings of the corporation shall inure to the benefit of, or be distributable to any member, director, officer or other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments distributions in furtherance of the purposes set forth in section 2.1 of this Article. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).

Section 2.3 Dissolution; upon the dissolution of the corporation or the winding up of its affairs, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively to such charitable; religious, scientific or educational organizations which would then exist and qualify as an exempt organization under section 501(c) (3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law) or if not, to such organization or organizations which are then so qualified as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the circuit court of the county in which the principal office of the corporation is then located, exclusively for the purposes of the corporation or to such organizations, which are organized and operated exclusively for such purposes as the court shall determine.

ARTICLE IV
PERIOD OF DURATION

The period of the duration of this corporation is perpetual unless dissolved according to law. This corporation existence shall commence with filing with the Secretary of State.

ARTICLE V

This corporation is original under a non-stock basis.

ARTICLE VI
MANNER OF ELECTION

The manner in which the directors are elected or appointed: the qualification of directors and the manner of their admission and dismissal shall be developed by the Board of Directors, and provided for in the by-laws, which shall govern the internal affairs of this corporation.

ARTICLE VII
BOARD OF DIRECTORS

The number constituting the Board of Directors, trustees or managers of the corporation is 5. The Board of Directors will serve until the scheduled business meeting when the whole Panama Youth Services community meet and accept the recommendations from the Board of Directors to elect, if needed, Directors in compliance with the Bylaws. The names and addresses of the persons to serve are:

Dexter Levin
10000 Gate Parkway, #1813
Jacksonville, Florida 32246

Chairman

Darryl Matthews
7133 Water Rose Court
Jacksonville, Florida 32219

Vice Chairman

Sarah Caruthers-Jackson
P. O. Box 12354
Jacksonville, Florida 32209

Secretary

Carissa Davis
2197 Armsdale Road
Jacksonville, Florida 32209

Treasurer

Leroy Mervin
12429 Marenia Drive
Jacksonville, Florida 32220

Director

John Michael Corbitt
3610 Clyde Drive
Jacksonville, Florida 32208

Director (Ex-Officio)

Willie J. Green, Jr.
11373 Blossom Ridge Drive
Jacksonville, Florida 32218

Director (Ex-Officio)

ARTICLE VIII

The purpose for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of section 501 (c) (3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE IX

Initial registered agent and street address:

The name and Florida Street address of the registered agent is:

JOHN MICHAEL CORBIT
3610 Clyde Drive
Jacksonville, Florida 32208

ARTICLE X

INCORPORATOR


The name and address of the Incorporator is:

WILLIE J. GREEN
11373 Blossom Ridge Drive
Jacksonville, Florida 32218

Having been named as registered agent to accept service process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


SIGNATURE/REGISTERED AGENT


DATE


SIGNATURE/INCORPORATOR


DATE